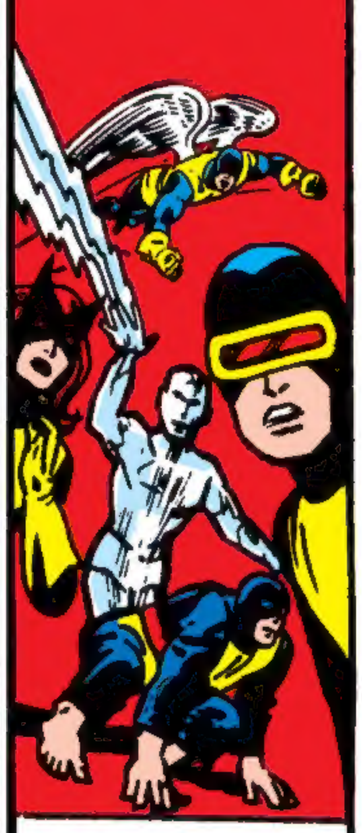

MARVEL COMICS GROUP

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the X-MEN

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"RE-ENTER: THE MIMIC!"

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X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"Re-enter: THE MIMIC!"

NOPE! MARVELITE... YOU HAVEN'T MISSED AN ISH! WONDROUS WERNER JUST DECIDED TO START THIS WAY-OUT YARN IN THE MIDDLE--- AND WHO ARE WE TO SAY HIM NAY? (BUT, DON'T DESPAIR... WE'LL FILL YA IN AS WE GO ALONG, TIGER...)

THE LAST TIME WE FOUGHT, YOU BEAT ME BY TRICKERY!* BUT, THAT ISN'T GONNA HAPPEN AGAIN!

IF IT'S A BATTLE ROYAL YOU WANT, MISTER... YOU'VE GOT IT! YOU'LL HAVE TO DEAL WITH THE FOUR OF US!

WHY DO YOU THINK I'M HERE, CREEP? LET'S GET AT IT... I AIN'T GOT ALL DAY!

HE'S BACK... AND, HE SEEMS STRONGER... MORE DANGEROUS THAN EVER!

MAYBE YOU CAN IMITATE ALL OUR POWERS, MIMIC... BUT I'M BETTIN' WE CAN STILL TAKE YOU!

DON'T GET OVER-CONFIDENT, BOBBY! REMEMBER ... HE ALSO POSSESSES WINGS, LIKE THE CONVALESCENT ANGEL!

YOU MUST DEFEAT HIM, MY X-MEN! FOR, I SENSE THAT THERE IS MUCH MORE AT STAKE HERE THAN MERE PRESTIGE!

AND NOW, HASTILY, BEFORE WE FORGET 'EM AMIDST THE PULSATIN' PANDEMONIUM TO FOLLOW, IT'S CREDITS TIME:

EDITED BY STAN LEE
SCRIPTED BY ROY THOMAS
DRAWN BY WERNER ROTH
INKED BY DICK AYERS
LETTERED BY SAM ROSEN
(WOULDJA BELIEVE ARTIE SIMEK?)

*'WAY BACK IN ISH #19... OUR LATE, GREAT X-MEN EPIC!
... SENTIMENTAL SMILEY.

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GET THE GENERAL IDEA, FRANTIC ONE? WE SURE HOPE SO... 'CAUSE AWAAAY WE GO...!!

SPLIT UP! WE'LL ATTACK HIM FROM ALL SIDES!

THAT WON'T HELP YOU! NOTHING WILL!

YOU DON'T MIND IF WE TRY, DO YA?

HE SEEMS SO SURE OF HIMSELF--AND OF HIS POWERS!

THUD!

DON'T WORRY, BEAST... I HAVEN'T FORGOTTEN ABOUT YOU OVER THERE!

THUMP!

THUNK!

AND, I WOULDN'T HAVE IT ANY OTHER WAY, MY COPY-CAT COMPEER!

BUT, EVEN AS THE AGILE HANK McCOY IS IN MID-LEAP..

I'LL PUT THE KIBOSH ON YOU WITH YOUR BUDDY ICEMAN'S TRUMP CARD, YOU OVER-RATED CLOWN!

WHOOPS!

¡HSIMZ!

KPLANG!

I WAS CARELESS! I THOUGHT HE'D DIRECT HIS EFFORTS AT ME..NOT THE WALL!

ONH..! I HOPED I COULD TELEKINETICALLY SLOW DOWN HANK'S CAREEN-ING...BUT I COULDN'T ACT FAST ENOUGH!

=UHHHN!=

KRAASH!

IT CAN ONLY BE BECAUSE I'VE BEEN SO BUSY AT COLLEGE..AND HAVEN'T HAD TIME TO PRACTICE WITH THE OTHERS!

MEANWHILE, ANOTHER MIGHTY MUTANT HAS ENTERED THE FANTASTIC FRAY...

YOU CAN LEAP JUST LIKE THE BEAST AGAIN! IT'S ALMOST LIKE FIGHTING ONE OF US!

YOU MISSED, CYCLOPS! YOU'LL TEAR UP YOUR WHOLE SCHOOL BEFORE YOU LAY THOSE BEADY LITTLE EYES ON ME!

ZOT!

WE MUST BE SUBCONSCIOUSLY PULLING OUR PUNCHES ...AND NOT REALIZING IT!

THEN, SUDDENLY, AN OVERWHELMING MENTAL COMMAND RINGS OUT...

CEASE YOUR STRUGGLING, MY X-MEN! THE MIMIC COMES AS A FRIEND... NOT AS A FOE!

IT'S THE PROFESSOR!

BUT, WHY SHOULD HE TELL US TO STOP FIGHTING?

I'M DEAD CERTAIN HE DIDN'T, BOBBY... IT'S ANOTHER OF THE MIMIC'S RUSES!

THIS TIME, THOUGH, WE'RE NOT BITING!

SO...YOU REMEMBER THAT I HAVE XAVIER'S TELEPATHIC ABILITY, HUH?

2.

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RIGHT... NOT TO MENTION THE POWER OF MY OWN OPTIC BEAMS!

THAT'S WHY I MANAGED TO DODGE YOUR LITTLE BLAST!

THAT'S JUST WHAT I WANTED YOU TO THINK, PUNK!

BRAK!

THE NEXT INSTANT...

PLOKK!

MMMMF!

HAH! YOU DIDN'T SEE THAT I WAS REALLY AIMING AT THE BASE OF THAT STATUE!

TWO DOWN ... AND TWO TO GO!

AND, THE TWO WHO REMAIN ARE THE WEAKEST OF THE LOT! THIS'LL BE A SNAP!

THEN YOU'LL HAFTA ADMIT THAT I'M BETTER'N THE BUNCH'A YA PUT TOGETHER!

I'LL ADMIT ONE THING, LOUDMOUTH... YOU COULD SURE MOP US UP IN A YAKKIN' CONTEST!

THANK HEAVENS, I CAN SEE THAT SCOTT'S ONLY STUNNED! IF ANY HARM WERE TO BEFALL HIM..!

UH-OH! IT'S STRATEGIC RETREAT TIME, MARVEL GIRL! EVEN THOUGH CYKE'S OUT OF ACTION, THE MIMIC STILL HAS HIS POWERS!

YES.. AND THAT'S WHAT GIVES HIM HIS BIGGEST ADVANTAGE..

FOR, WE NEVER KNOW WHICH POWER HE'LL USE NEXT!

ZAK!

DON'T FRET, JEANIE! HERE'S A WEAPON FROM MY ARSENAL I'M BETTING HE CAN'T DUPLICATE!

HAIL STONES... THE SIZE OF GOLF BALLS! IT TOOK PRACTICE FOR ME TO LEARN HOW TO MAKE THESE... AND THAT'S SOMETHING HE HASN'T HAD!

GOWAN... DO YOUR WORST, BOTH'A YA! YOU'RE JUST MAKIN' THINGS MORE INTERESTING, THAT'S ALL!

KEEP IT UP, BOBBY! IF YOU CAN GET HIM OFF-BALANCE...

GLAD TO HEAR IT! IN THAT CASE, YOU WON'T MIND FIGHTING WITH A KETTLE STUCK TELEKINETICALLY ONTO YOUR HEAD!

UNNNH! YOU'RE JUST FULL OF LITTLE TRICKS, AIN'TCHA?

PLUNK!

ALL RIGHT, BOBBY... NOW'S OUR CHANCE! LET'S GET HIM!

BUT, BEFORE ICEMAN CAN EVEN DESCEND FROM HIS LOFTY PERCH...

KUH-BLANG!

THE KETTLE... IT EXPLODED!

OF COURSE! WHAT'D YOU EXPECT?

LIKE YOU SAID..I'VE STILL GOT THE EYE-BLASTING POWER OF CYCLOPS!

OKAY, PLAYMATES... FUN TIME'S OVER! YOU'VE HAD IT!

I WAS GONNA ENJOY WALTZIN' AROUND WITH YOU TWO FOR A WHILE... BUT, YOU GOT ME MAD!

BOBBY... LOOK OUT! HE'S LEAPING YOUR WAY..!

NO USE WARNIN' HIM, LADY... HE'S GOT NO PLACE TO GO!

HUH? I MISSED!!!

THE NAME OF THE GAME IS TEAM-WORK, MIMIC! ICEMAN KNEW I'D CATCH HIM IF HE SIMPLY LET GO!

DON'T WASTE YOUR BREATH EXPLAINING, JEANIE! A GRAND-STANDER LIKE HIM CAN'T EVEN SPELL TEAMWORK!

BUT, DURING THE SPLIT-SECOND THAT THE YOUNGEST X-MAN IS SUSPENDED...

THOK!

SORRY TO CONTRADICT YOU, FROSTFACE... BUT I'M A ONE-MAN TEAM... AS YOU'RE ABOUT TO LEARN!

OOOOF!

THE MIMIC TURNED IN MID-AIR... COMBINING ANGEL'S FLIGHT WITH THE AGILITY OF THE BEAST!

HE'S DEFEATED THEM ALL... AND NOW, ONLY I AM LEFT TO STOP HIM!

THEN, DESCENDING TO EARTH AND MOVING WITH OMINOUS, MEASURED TREAD... THE FORMIDABLE FIGURE OF THE MIMIC DRAWS NEARER, EVER NEARER, TO A CORNERED MARVEL GIRL... AS AN ANGUISHED PROFESSOR X CRIES OUT...

MIMIC... WAIT! DON'T HARM HER! REMEMBER... THIS WAS MERELY A TEST OF STRENGTH!

KEEP YOUR SCALP ON, CHROME-DOME... I SAID I WOULDN'T HARM ANY OF YOUR MUTANT DO-GOODERS... AND I WON'T!

BUT, I'M GONNA PROVE WHO'S TOP DOG IN THIS KENNEL... AND I'M GONNA DO IT... NOW!

I'LL NEVER SURRENDER! AND, AS LONG AS ONE OF US IS STILL STANDING...

BUT... I'M GETTING WEAKER! WHAT'S HAPPENING TO ME..?

DON'T YOU KNOW, YOU LITTLE FOOL? I'M USING ONE OF XAVIER'S TELEPATHIC BOLTS ON YOU...

SCANT SECONDS LATER, HELPLESS BEFORE ONE WHO POSSESSES THE MENTAL PROWESS OF THE X-MEN'S *MENTOR*, JEAN GREY CRUMPLES TO THE FLOOR...

CAN'T... *FIGHT BACK*.. ANY MORE! GETTING *DROWSY*... SO VERY *DROWSY*...

HAH! THAT'S THE *LAST* OF 'EM! I'VE *WON!*

I TOOK ON THE WHOLE LOT OF 'EM WITH THEIR OWN *SUPER-POWERS*.. AND I MADE 'EM SAY *UNCLE!*

FROM NOW ON, NOTHING AND NOBODY IN THE *WORLD* WILL STOP... *THE MIMIC!!*

MORE CONFUSED THAN *EVER?* OKAY, PUSSYCAT... IF YOU'VE STAYED WITH US THIS LONG, YOU *DESERVE* AN EXPLANATION OF HOW AND WHY THE MALEVOLENT, MIND-STAGGERING *MIMIC* HAS RETURNED... NOT TO MENTION WHERE OUR MISTREATED MUTANTS PICKED UP THEIR NEW *THREADS* AND SUNDRY RELATED ITEMS! SO, STICK AROUND...

..FOR, TO PICK UP OUR TITANIC TALE AT THE *BEGINNING* (AT LAST), WE TURN BACK THE CLOCK TO THE HOUR WHEN FOUR EXHAUSTED X-MEN RETURNED FROM THEIR CATASTROPHIC MEETING WITH THE DREAD *KUKULCÁN*.*

EASY WITH, WARREN, ALL OF YOU! ANY SUDDEN MOVEMENT MIGHT DO IRREPARABLE HARM TO HIS DAMAGED *WINGS!*

I NEEDN'T READ *CYCLOPS' MIND* TO SENSE THAT SCOTT IS FILLED WITH *GUILT* AND *SELF-DOUBT*... FOR, IT WAS HIS OPTIC BLAST THAT *WOUNDED* ANGEL!

DON'T WORRY, PROFESSOR! I WON'T DROP MY END OF THE *STRETCHER!*

I CAN STILL HANDLE *THAT*, ANYWAY!

DON'T... BLAME *YOURSELF*, SCOTT! IT WAS MY OWN FAULT! I WAS JUST... *DELIRIOUS* WHEN I *ACCUSED* YOU... BEFORE!

TAKE HIM TO MY *STUDY!* I MUST EXAMINE HIM... *AT ONCE!*

THANK HEAVEN THAT HIS MUTANT *RECUPERATIVE POWERS* ARE COMING TO WARREN'S AID, AT ANY RATE!

I'LL HOLD OFF CONTACTING *JEANIE* FOR A WHILE, TILL WE HAVE SOMETHING MORE DEFINITE TO *TELL* HER!

*YOU SAW IT ALL *LAST ISH*, YOU LUCKY MUTANT-WATCHER, YOU! ... SERENDIPITOUS STAN.

SOON, BEHIND THE CLOSED DOOR OF PROFESSOR X'S *SANCTUM SANCTORUM* ---

I... I'VE GOT TO *KNOW*, SIR! WILL I EVER BE ABLE TO *FLY* AGAIN?

I SHOULD KNOW WITHIN A *FEW MINUTES*, WARREN!

AND, REST ASSURED, I'LL WITHHOLD *NOTHING* FROM YOU!

THEN, AS THE MULTI-TRAINED MIND OF CHARLES XAVIER BEGINS ITS THOROUGH EXAMINATION, A YOUTH WAITS OUTSIDE WHO IS, IF POSSIBLE, EVEN *MORE* ANXIOUS ABOUT THE OUTCOME ...

I *FAILED* WARREN... FAILED *ALL* OF THEM!

I WAS IN *COMMAND* OF THE MISSION TO SAN RICO... AND CAME WITHIN A HEARTBEAT OF *KILLING* ONE OF THOSE WHO TRUSTED MY LEADERSHIP!

AND, WHAT OF *JEAN*... THE GIRL I *LOVE*? I HAD PLANNED TO TELL HER OF MY FEELINGS WHEN I *RETURNED*!

BUT NOW, WILL I EVER BE ABLE TO CONVINCE HER... AND *MYSELF*... THAT, SUBCONSCIOUSLY, I DIDN'T *WANT* ANGEL ELIMINATED... AS A *RIVAL*?

CYKE MUST BE GOING THROUGH *TORTURE*, HANK! CAN'T WE...?

NO, BOBBY ...THERE ARE SOME THINGS A MAN MUST FACE... *ALONE*!

WITH LEADEN STEP, THE HOURS GO PAST SLOWLY... ALMOST IMPERCEPTIBLY! FINALLY, AFTER WHAT SEEMS AN ETERNITY OF TIME, THE DOOR OPENS AND THE PALE, TIRED FIGURE OF *PROFESSOR XAVIER* EMERGES...

SIR... *TELL* ME... *US*! IS HE...?

HE'LL *RECOVER*, SCOTT!

HALLELUJAH!

BUT... THERE'S *MORE*!

WHAT *IS* IT, PROFESSOR? I DEDUCE FROM YOUR GRIM COUNTENANCE IT'S *BAD NEWS*!

YES, HANK, I'M AFRAID YOU'RE *CORRECT*! THE TENDONS AND LIGAMENTS WHICH CONTROL WARREN'S WINGS WERE SEVERELY *JOLTED* BY THE OPTIC BLAST!

I'VE GIVEN HIM A *SEDATIVE* FOR NOW! BUT, UNLESS HE RECEIVES COMPLETE *REST*... HE MAY LOSE FOREVER HIS POWER OF *FLIGHT*!

BUT, THE PRECISE MEANING OF THE PROFESSOR'S PORTENTOUS WORDS MUST *WAIT* FOR THE PRESENT... AS WE SWITCH OUR SCENE TEMPORARILY TO *METRO COLLEGE* ---

...WHERE LOVELY *JEAN GREY*, UNAWARE OF THESE STARTLING DEVELOPMENTS, IS ENJOYING A TRACK *TRAINING SESSION*!

COME ON, TED... *RUN*! YOU CAN *DO* IT!

AND, WORST OF ALL... WHILE YOU WERE GONE TO SAN RICO... I RECEIVED WARNING THROUGH *CEREBRO* OF A NEW *MUTANT MENACE*... ONE WHICH MAY BE THE GREATEST WE HAVE EVER *ENCOUNTERED*..

YET, IT COMES AT A TIME WHEN OUR FIGHTING STRENGTH IS AT ITS *LOWEST EBB*!

THE NEXT MOMENT...

HE *WON!* I KNOW IT'S ONLY A *PRACTICE RUN*, BUT NOTHING'S THRILLED ME THIS WAY SINCE I LEFT THE *X-MEN!*

AND, LATER...

A NEW *SCHOOL RECORD!* AND, HE HAS NO *MUTANT POWERS* TO HELP HIM AS *WE* ALWAYS DID!

IT'S FUNNY HOW, SINCE I MET TED, I DON'T MISS BEING *MARVEL GIRL* QUITE SO MUCH!

MAYBE I WASN'T CUT OUT TO BE A SUPER-HEROINE *AFTER ALL!*

ATTABOY ROBERTS! YOU'RE A REAL *TRIPLE-THREAT MAN!*

DON'T YOU *EVER* GET TIRED, LAD?

HOW *COULD* I, JEAN, GAL, WITH *YOU* IN MY CORNER ROOTIN' FOR ME? JUST WAIT'LL THE NEXT TIME WE TANGLE WITH *EMPIRE STATE U.!*

WOULDN'T MISS IT FOR THE *WORLD!* NOW, GOT TIME TO BUY A GIRL A *BIG ORANGE DRINK?*

JUST THREE MORE LAPS, DOLL, AND YOU'RE *ON!* DON'T GO *'WAY*, NOW!

DON'T WORRY... I *WON'T!*

A SHORT TIME AFTER, AS THE YOUNG COUPLE STROLL ACROSS THROUGH THE AUBURN LEAVES TOWARD THE *STUDENT CENTER*---

TED, I--I HOPE YOU WON'T THINK I'M *PRYING*--- BUT I'VE NOTICED HOW HARD YOU *DRIVE* YOURSELF IN YOUR ATHLETICS! IS THERE SOME SPECIAL *REASON*--?

TO TELL THE TRUTH, THERE *IS*---THOUGH YOU'RE THE FIRST PERSON EVER TO *NOTICE* IT!

I DON'T GENERALLY LIKE TO *TALK* ABOUT IT---BUT, SOMEHOW, I FEEL YOU'RE SOMEONE *SPECIAL!*

IT CONCERNS MY OLDER BROTHER, *RALPH!* NO MATTER WHERE I GO--- WHAT I *DO*---I'M ALWAYS IN HIS *SHADOW!* I---

KROOM!

WAIT---WHAT'S *THAT?* IT SOUNDED LIKE AN *EXPLOSION!*

AND---IT CAME FROM THE *CHEMISTRY BUILDING--!*

WITHIN THIRTY SECONDS, THE SPRINTING PAIR ARRIVE AT THE *SCENE* OF THE BLAST, IN TIME TO SEE---

LOOK---THEY'VE GOT THE GUY WHO WAS *CAUGHT* IN THE EXPLOSION!

EASY, MAN---YOU JUST INHALED A LITTLE TOO MUCH *SMOKE!*

HOLY HANNAH--- IT'S *CAL RANKIN!* REMEMBER, JEANIE? I INTRODUCED HIM TO YOU THE OTHER *DAY!*

YES, I REMEMBER! I HOPE HE'S NOT *HURT!*

AS IF I COULD EVER FORGET THE ONE WE ONCE CALLED... THE *MIMIC!*

CAL...ARE YOU ALL RIGHT? SAY SOMETHIN', FELLA!

THE LOOK IN HIS EYES--- AS IF HE WERE NO LONGER A COLLEGE STUDENT...BUT THE MIMIC ONCE MORE!

THAT BLAST..IT BROUGHT BACK MY MEMORY! AND, THAT'S NOT ALL..!

YEAH, YEAH, I'M OKAY! I JUST GOOFED! DON'T BUG ME, HUH?

WHAT? LOOK...I WAS JUST TRYIN' TO HELP..!

I DON'T NEED HELP...FROM YOU OR ANYBODY--- EVER AGAIN!

LET HIM GO, TED!

GOTTA PLAY IT COOL---TILL I FIGURE OUT JUST WHAT I'M GONNA DO!

I DON'T KNOW WHY...BUT I'M SURE CAL'S REGAINED HIS MIMICKING POWERS! I CAN FEEL IT!

SEE WHY YOU SHOULD NEVER DOUBT A WOMAN'S INTUITION, TIGER? AND, AS IF COMPLICATIONS AREN'T PILING UP FAST ENOUGH FOR OUR MERRY MUTANTS, IN A HIDDEN LAB NOT FAR AWAY...

TOO OFTEN IN THE PAST, THE PUPPET MASTER HAS BEEN THE PAWN OF MEN OF GREATER PHYSICAL STRENGTH THAN HE! BUT, THAT TIME IS PAST!

FOR HERE, IN MY NEW SANCTUARY, I SHALL PERPETRATE THE GREATEST VILLAINY OF ALL!

THEN, LIKE THE ULTIMATE SCULPTOR THAT HE IS, THE EVIL PUPPET MASTER BEGINS TO FORM HIS LATEST VICTIM...

IT WAS A FORTUNATE DAY IN THE ANNALS OF CRIME WHEN I DISCOVERED THIS RADIOACTIVE CLAY, WHICH GIVES ME COMMAND OVER ANYONE WHOSE IMAGE I CREATE!

THIS TIME, HOWEVER, VICTORY IS SURELY WITHIN MY GRASP! EVEN NOW, MY NEWEST PUPPET IS NEARLY FINISHED!

IT IS THE IRRESISTIBLE ICON OF ONE WHOSE TRUE NAME I KNOW NOT---BUT, THAT IS OF NO IMPORTANCE!

FOR, WHAT I DO KNOW IS...THAT HE IS THE SECRET LEADER OF THE POWERFUL X-MEN!*

AND YET, THE ONE THING WHICH I DESIRE MOST OUT OF LIFE HAS THUS FAR BEEN ALWAYS DENIED ME---

REVENGE! REVENGE ON THE ACCURSED QUARTET WHO HAVE EVER BLOCKED MY PATH..THE RELENTLESS GROUP KNOWN AS...THE FANTASTIC FOUR!

*HE LEARNED THIS FROM THE MAD THINKER IN F.F.#28, NO? YES! --SMART-GUY STAN.

AND NOW, MY NEWEST PUPPET IS *READY*---READY TO GIVE ME INSTANTANEOUS SWAY OVER THE MUTANTS' *MENTOR!*

THEN, *THEY* SHALL STRIKE AT THE HATED FANTASTIC FOUR IN *MY NAME!*

FOR, HE WHO CONTROLS THE MYSTERIOUS *PROFESSOR X,* CONTROLS THE *X-MEN!*

BUT, AS THE MENTAL IMPULSES BEGIN TO SURGE FROM THE PUPPET MASTER INTO THE IMAGE OF *CLAY*---

UHHNN! THE DOLL..IT'S BECOMING *CHARGED..* AS IF WITH *ELECTRICITY!*

THE *FEEDBACK* IS TOO GREAT... I CAN'T *HOLD* IT!

IT CAN ONLY BE THAT MY WOULD-BE VICTIM HAS ERECTED A *PSYCHIC SHIELD* AGAINST SUCH ATTACKS SINCE OUR LAST ENCOUNTER! THE PUPPET IS *USELESS* TO ME!

BUT, I SHALL SEEK *ANOTHER* TO SERVE ME... ONE WHO *HAS* NO SUCH MENTAL DEFENSES!

FOR, MY VENGEANCE WILL BE DENIED *NO LONGER!*

MEANWHILE, IN A LITTLE-KNOWN PRIVATE SCHOOL IN *WESTCHESTER COUNTY,* ONE OF THE MOST POTENT MINDS ON OUR PLANET IS IN THE MIDST OF AN INFINITELY PRECARIOUS TASK, WHEN ---

IT'S...*NOTHING!* IT WILL PASS! THE DANGER IS *OVER* NOW!

SIR...WHAT *IS* IT? YOU'RE SO *PALE!*

BUT, FOR THE SHADOW OF A SECOND, SOME OUT-SIDE FORCE TRIED TO POSSESS MY *BRAIN!*

HOWEVER, THERE IS NO TIME TO DWELL ON THAT *NOW!*

AH, EXCELLENT, ICEMAN! YOUR TOUCH HAS *COOLED* THIS PLASTISTHENE TUBING, REDUCING ITS SIZE SO THAT I CAN *IN-STALL* IT MORE EASILY!

ALAS, THERE ARE NO ACCOLADES TO SPARE FOR THE STEADFAST *BEAST,* WHOSE PEER-LESS BRAWN HOLDS THIS CYLINDER IN *PLACE?*

EACH OF YOU IS VITAL TO THE CAUSE OF THE X-MEN, HANK... AS YOU WELL *KNOW!*

SCOTT...INCREASE THE *ULTRA-MAGNETIC SPLICER* READING *BY 3.2 DEGREES*...SO THAT THE TWO CYLINDERS MAY BE *JOINED!*

SPLICER *SET* AT 3.2, SIR!

AND, PRECISELY THIRTY SECONDS *LATER*---

THE DEVICE IS *ASSEMBLED,* PROFESSOR..AND LIFTED INTO PLACE BY THOSE SUPER-TENSILE *CABLES!* BUT, YOU STILL HAVEN'T TOLD US ITS *FUNCTION!*

IT'S A *MULTI-FREQUENCY BOOSTER*--- THE LATEST ADJUNCT TO *CEREBRO!*

AH, I SEE! THEN IT'S DESIGNED TO INCREASE CEREBRO'S *POWER*... SO THAT THE NEW MUTANT MENACE CAN BE *PIN-POINTED!*

BOY! TALK ABOUT *LOOKIN' FOR TROUBLE..!*

LOOKING FOR TROUBLE? I SUPPOSE YOU'RE *RIGHT*, BOBBY!

AND YET, AS LONG AS THERE ARE *EVIL MUTANTS* ABROAD IN THE WORLD, THE X-MEN MUST REMAIN *VIGILANT!*

IT'S BEEN SOME TIME SINCE WE LAST *DISCOVERED* A MUTANT THREAT...AND NOW, I THINK I KNOW *WHY!*

WHY, PROFESSOR? CAN YOU *TELL* US?

NOT *YET*, CYCLOPS...NOT UNTIL I HAVE *PROOF POSITIVE* THAT MY FANTASTIC THEORY IS *CORRECT!*

IN THE MEANTIME, I MUST BE ALONE..AND *UNDISTURBED*... SO, YOU MAY SPEND THE NEXT FEW HOURS AS YOU *WISH!*

NOW *THAT'S* THE KINDA TALK I CAN APPRECI-*ATE!*

MY SENTIMENTS TO A "*T*," LAD!

THEN, AS SCOTT GOES TO TEND TO THE WOUNDED *ANGEL*...AND HANK AND BOBBY DEPART FOR THE HEART OF THE CITY..CHARLES XAVIER SEEKS THE SECLUSION OF HIS OWN ROOM, AND SOON...

I AM NOW APPROPRIATELY ATTIRED FOR *TRAVEL*...AND THAT IS EXACTLY WHAT I INTEND TO DO...IN MY *ASTRAL BODY!*

IF MY MISSION IS *SUCCESSFUL*, I SHALL RETURN BEFORE THE OTHERS REALIZE I AM *GONE!*

THE NEXT INSTANT, WITH THE MEASURELESS SPEED OF *THOUGHT* ITSELF, THE ETHEREAL FORM OF PROFESSOR X SOARS ACROSS THE MIGHTY *ATLANTIC*...

WARREN AN *INVALID*... JEAN AWAY AT *COLLEGE*... AND SCOTT UNSURE OF HIMSELF! AND, ALL AT WHAT MAY WELL BE OUR TIME OF DIREST *PERIL!*

I MUST LOCATE *ADDED STRENGTH* FOR THE X-MEN...IN CASE MY DREADED THEORY PROVES *TRUE!*

AT THAT MOMENT, IN A SMALL VALLEY SOMEWHERE IN CENTRAL EUROPE, WE FIND THE PAIR WHO ARE THE SPECIFIC *OBJECT* OF THE PROFESSOR'S QUEST...

MY *CONTROL* IS NOW AS UNFALTERING AS MY *SPEED*, MY SISTER!

I CAN NOW KEEP PACE *PRECISELY* WITH YOUR TRAINED *FALCON!*

AND, MY *OWN* POWERS ARE NO *LESS* RESTORED, PIETRO!

...FOR THESE ARE TWO ERSTWHILE *FOES* OF THE X-MEN... *QUICKSILVER* AND HIS SISTER *WANDA*, THE *SCARLET WITCH*... UNSEEN FOR LO, THESE MANY MONTHS!

GOOD! THEN, BEFORE LONG, WE MAY *RETURN* TO... BUT, WHAT IS *WRONG*, WANDA?

I..I DO NOT *KNOW*, MY BROTHER! IT IS AS IF I SENSE A *PRESENCE*... SOME UNSPEAKING VOICE WITHIN MY VERY *MIND!*

NOW, I *MYSELF* FEEL IT! WHAT CAN IT *BE?*

DO NOT BE *ALARMED*, WANDA AND PIETRO! IT IS *I*--PROFESSOR XAVIER, LEADER OF THE *X-MEN!*

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THE X-MEN? WELL DO I REMEMBER OUR EPIC BATTLES WITH THEM... WHEN WE WERE UNWILLING TOOLS OF MAGNETO AND HIS VILE BROTHERHOOD!*

THIS TIME, I COME TO INVITE YOU TO FORGET OLD QUARRELS ...AND TO JOIN OUR GROUP AGAINST A COMMON THREAT!

*AS SEEN IN X-MEN #4... AND ABOUT A ZILLION ISSUES THEREAFTER! --SCHOLARLY STAN.

JOIN YOU? BUT, THAT IS IMPOSSIBLE...

WANDA SPEAKS FOR US BOTH! ONCE, OUR FONDEST DESIRE WOULD HAVE BEEN TO BECOME X-MEN! BUT NOW, WE ARE FULL-FLEDGED AVENGERS...

AND IT IS EVER AS AVENGERS THAT WE SHALL STAND... OR FALL!

WELL SPOKEN, PIETRO! I WISH YOU BOTH GOOD FORTUNE...AND SHALL TROUBLE YOU NO FURTHER!

I WONDER... DID WE MAKE THE RIGHT CHOICE?

BUT, THAT IS A QUESTION FOR ANOTHER TIME... ANOTHER STORY! JUST NOW, OUR SCENE SHIFTS ABRUPTLY TO MIDTOWN NEW YORK CITY, AS...

:AHEM!: MAY I OFFER YOU A SUMPTUOUS FRANK-FURTER, VERA... IN TOKEN OF GRATITUDE FOR YOUR FORGIVENESS OF MY ABRUPT DEPARTURE FROM OUR LAST DATE?

YOU MAY ...ONLY, WHO SAID YOU'RE FORGIVEN YET?

HOW ABOUT YOU, ZELDA? I'LL EVEN THROW IN A CHERRY SODA, JUST TO SNOW YOU!

YOU'RE ON, SPORT!

TWO DOGS AND A DOUBLE HELPIN' OF SUDS! THAT'LL BE A DOLLAR EVEN, CHARLIE!

UH, ZEL... I'M NOT SURE JUST HOW TO BREAK THIS, BUT I SEEM TO HAVE SPRUNG A HOLE IN MY POCKET, AND...

SAY, NO MORE, DIAMOND JIM! YOU'RE LUCKY YOU'RE GOING WITH A WORKING GAL!

WHEN I GO OUT WITH YOU, I ALWAYS BRING ALONG MY BILLFOLD!

MEANWHILE, THE USUALLY LOQUACIOUS HANK IS HAVING HIS OWN PROBLEMS...

NOW, ABOUT THOSE WALK-OUTS, MR. McCOY...

YOU MUST ENDEAVOR TO UNDERSTAND, BEAUTEOUS ONE! THE FACTORS WHICH CONTROL MY LIFE ARE MANY AND VARIED!

CIRCUMSTANCES! EVENTS! THE TUG AND SWAY OF HISTORY! ER, UM...

I SOMEHOW SENSE YOU ARE UNIMPRESSED BY MY VERBAL VIRTUOSITY!

THEN, SUDDENLY... EXIT SWEET TALK AND RECRIMINATIONS... ENTER ACTION!

CLAAANG!

LISTEN! THERE GOES AN ALARM BELL!

AND, THOSE TWO MEN, RUNNING OUT OF THAT BANK! IT MUST BE A ROBBERY!

A TRULY ASTUTE DEDUCTION, FEMALE...

IT'S TIME FOR THE X-MEN TO LEND A HAND.. BUT, HOW?

THE NEXT MOMENT, THE BEAST'S UNVOICED QUERY IS ANSWERED, AS...

COME ON, ZEL.. WE DON'T WANT TO MISS ALL THE EXCITE-MENT!

HELP... POLICE! TWO ARMED MEN JUST ROBBED THE BANK... AND RAN THROUGH THAT ALLEY!

BANK

I'M WITH YOU, HANK!

BESIDES, THE X-MEN NEED ALL THE GOOD PRESS THEY CAN GET!

HMMM..IT BEHOOVES US TO LEND A HAND IN THIS IMPENDING CRISIS!

PRECISELY THIRTY SECONDS LATER...

I SURE HOPE WE SET A NEW RECORD FOR SNAGGING THOSE CROOKS!

OTHERWISE, HOW'LL WE EXPLAIN OUR DISAPPEARING ACT TO THE GIRLS?

BUT, LOOK AHEAD!

ELEMENTARY, MY DEAR ICEMAN! WE'LL EMPLOY SUPER-HERO EXCUSE NUMBER EIGHT... WE GOT LOST IN THE CROWD!

HOLY HANNAH! IT LOOKS LIKE SPIDER-MAN BEAT US TO THE PUNCH!

HEY, WEB-SLINGER...ARE THOSE THE TWO THUGS WHO HELD UP THE BANK A COUPLE'A MINUTES AGO?

KLIK!

FIRST CLUE, SHERLOCK... THEY'RE NOT SIMON AND GARFUNKEL!

SCARCELY THE GREGARIOUS TYPE, IS HE? WE MAY AS WELL DEPART..

NO, HANK! I'VE NO TIME TO EX-PLAIN, BUT YOU TWO MUST ASK SPIDER-MAN TO JOIN THE X-MEN... AT ONCE!

YEESH! I CAN'T IMAGINE WHAT THE PROF WANTS WITH THAT WALL-CRAWLER... BUT, MINE IS NOT TO REASON WHY!

HOLD UP, SPIDER-MAN! WE'D LIKE A WORD WITH YOU!

WHAT PARTICULAR WORD DID YOU HAVE IN MIND?

OL' J. JONAH'S FROTHIN' AT THE MOUTH FOR THE PIX I SNAPPED...AND I DON'T WANNA KEEP HIM AN' HIS MONEY-BELT WAITING!

YOUR FLIPPANCY IS ILL-ADVISED, SON...

WE MERELY WISH TO INVITE YOU TO SWELL THE RANKS OF THE X-MEN!

HUH? ME...AN X-MAN? YOU GOTTA BE KIDDIN'!

SORRY, CHARLIE...I WAS JUST THROUGH THE WHOLE RUSH-WEEK BIT WITH THE AVENGERS!*

THEN, YOU'RE DECLINING OUR SOLICITOUS PROPOSITION?

CONGRATS, BOY GENIUS... THE KEWPIE DOLL IS YOURS!

HOW D'YA LIKE THAT! YOU'D THINK WE ASKED 'IM TO SIGN UP WITH THE MAFIA!

I'LL FILL YOU IN ON THE REASONS SOMETIME, BUT JUST NOW I'M NOT IN THE MOOD!

IT'D BE GREAT TO TEAM UP WITH A GROUP MY OWN AGE... BUT FATE SEEMS TO HAVE MEANT ME TO BE A LONER!

NOW, PARDON MY BACK... I'M LATE FOR A TARANTULA CONVENTION!

I KNEW WE'D GET NOWHERE WITH THAT WEBHEAD!

BUT, WHY WAS HE SHOOTIN' PICTURES OF THOSE HOODS?

WHO KNOWS? MAYBE HE MOON-LIGHTS FOR CANDID CAMERA!

WE'D BETTER GET BACK TO OUR DATES!

*IN SPIDEY SPECIAL #3, NATCH!--BLOW-YOUR-OWN-HORN STAN.

SOON, AS POLICE CART OFF THE WOULD-BE ROBBERS...

AND WHERE WERE *YOU* DURING ALL THE ACTION... INSIDE A *TRASHCAN?*

I WASN'T... BUT MY *SHARK-SKIN SUIT* SURE WAS!

WE MOST HUMBLY BEG YOUR RESPECTIVE *INDULGENCES,* LADIES...

NEVER MIND, HANK! EVEN IF YOU *EXPLAIN*, WE'LL NEVER *UNDERSTAND* YOU!

THE NEXT AFTERNOON, A SLEEK LIMOUSINE BRINGS TO *METRO COLLEGE* A QUARTET OF RELATIVELY UNIQUE *VISITORS*...

..SO, YOU SEE, I HAD HOPED TO ENLIST *SPIDER-MAN* IN OUR IMMINENT STRUGGLE!

BUT, WHILE WE'RE HERE TO PICK UP JEAN, PERHAPS THE *HUMAN TORCH* WILL RETURN FROM HIS WANDERINGS ABROAD!

I *HOPE* SO, SIR!

IF ONLY I COULD HAVE STAYED AT THE SCHOOL WITH *WARREN!* I DON'T RELISH SEEING *JEAN* JUST NOW!

BUT, AS THE JET-BLACK ROLLS-ROYCE PULLS UP BY THE GIRLS' DORMITORY, TWO WATCHING *EYES* GLARE... *INTENT*..

SO..THEY'RE *HERE!* I KNEW THEY'D COME, SOONER OR LATER!

AND I'M *READY* FOR THEM!

I DON'T SEE THE *ANGEL* WITH THEM... BUT, NO *MATTER*...

FOR, I CAN SENSE THAT MY *MIMICKING* ABILITY HAS RETURNED... STRONGER THAN *EVER!* AND, THAT MEANS IT'S TIME TO MAKE MY *PLAY!*

A FEW MINUTES LATER...

IT'LL BE NICE TO HAVE YOU BACK FOR THE WEEKEND, JEAN... BUT, WHAT'S IN THIS UNASSUMING *PACKAGE?*

IT'S A *SURPRISE,* HANK! I'LL SHOW YOU WHEN WE GET TO THE *SCHOOL!*

BUT, WHERE'S THE *PROFESSOR*.. AND WARREN AND SCOTT?

WE'LL, UH, CLUE YOU IN ABOUT WARRY *LATER*.. BUT, HERE COME THE PROF AND SCOTT *NOW!*

WHY THE *LONG FACE,* SCOTTY? THINGS CAN'T BE *THAT* BAD!

SCOTT AND I HAVE JUST HAD A LONG *TALK,* BOBBY.. WE'LL TELL ALL OF YOU ABOUT IT IN A LITTLE WHILE!

MEANWHILE, JOHNNY STORM IS STILL ABSENT, SO WE CAN DEPART WITHOUT FURTHER *DELAY!*

MIND IF *I* RIDE ALONG, PROF?

THIS ISN'T *LIKE* THE PROFESSOR! HE'S SO WRAPPED UP IN THOUGHT HE EVEN FORGOT TO SAY *HELLO* TO ME!

WHA..? WHO'S *THAT?*

JUST *ME,* X-MEN.. CAL RANKIN, THE *MIMIC!*

WHAT ARE *YOU* DOING HERE?

NEVER MIND THAT! LET'S *RUSH* 'IM!

I WAS *RIGHT!* CAL'S POWERS *HAVE* RETURNED...HE KNOWS WHO WE *ARE* AGAIN!

NO, BOBBY... HE'S DONE NOTHING *AMISS!* WE MUST LISTEN TO WHAT HE HAS TO *SAY!*

SPILL IT, MIMIC!..WHAT'S YOUR ANGLE *THIS* TIME?

LIKE YOU AND THE LEADER-MAN, CYCLOPS, I'LL SAVE THE DETAILS FOR *LATER!* JUST NOW, I'VE GOTTA PUT ON MY SPECIAL *SPECS*...

I LEARNED THE SECRET OF STOPPING YOUR EYE-BEAMS *MONTHS* AGO, USING XAVIER'S *MIND-TAPPING* POWER!

THE NAME IS *PROFESSOR* XAVIER TO *YOU*, RANKIN!

DON'T TRY TO ORDER *ME* AROUND, ICEMAN!

REMEMBER... ONE SNOW-SLINGING EXHIBITION FROM THE *MIMIC*... AND YOUR PRECIOUS DUAL IDENTITIES ARE *KAPUT!*

THEN...WE'VE NO CHOICE BUT TO *ACQUIESCE!*

CORRECT, McCOY! NOW, WHAT SAY WE HOP IN THE *ROLLS?*

EVEN IN EXTRA-LARGE *SANDALS*, MY BEAST-SIZE FEET COULD USE A *REST!*

MEANWHILE, THE IRRESISTIBLE SKEIN OF FATE DRAWS EVER MORE *TIGHTLY* ABOUT THE EXASPERATED X-MEN, FOR...

I HAVE SEEN *ENOUGH!* IT WAS TRULY FORTUNATE THAT I DECIDED TO TURN MY SCANNER ON METRO COLLEGE IN THE HOPES OF LOCATING THE *TORCH!*

FOR, IN SO DOING, I RE-DISCOVERED THE *X-MEN*... AND ONE WHO, THOUGH NOT A MUTANT, COMBINES ALL THEIR *POWERS!*

IT IS AS IF *DESTINY* HERSELF WERE FORCING THE FOOLS TO PLAY INTO MY HANDS!

GOOD! THE ONE CALLED THE MIMIC HAS BEEN ACCEPTED... ALBEIT *GRUDGINGLY* ...INTO THE MUTANT GROUP!

BY THE TIME THEY REACH A PLACE OF *PRIVACY*, I SHALL HAVE CREATED A PUPPET TO GIVE ME *SUPREMACY* OVER HIM!

THEN, HE SHALL DO *BATTLE* WITH THE X-MEN... AS THE TEST OF HIS *WORTH* TO ME!

A SHORT TIME LATER, AS THE STYMIED X-MEN ARRIVE BACK AT *PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS*...

SEE YA *INSIDE*, CREW! I'M GONNA GET INTO MY OWN COSTUME AND SHOW YOU CHARACTERS WHERE IT'S *AT!*

YOU'RE ALL *HEART*, MIMIC!

BESIDES, I CAN *SENSE* THE *ANGEL'S* PRESENCE!

ALREADY, I FEEL *WINGS* STARTING TO SPROUT ON MY BACK!

AND, INDEED, NO SOONER DOES CALVIN RANKIN STEP INSIDE THE *DOORWAY*, THAN...

HAH! THEY'RE TEARING THROUGH MY SHIRT LIKE KNIVES THROUGH *BUTTER!*

THAT *DID* IT! NOW I POSSESS THE ABILITIES OF *ALL* THE X-MEN AGAIN!

BUT, *THIS* TIME, THINGS ARE GONNA BE *DIFFERENT!* THIS TIME, I'M GONNA *KEEP* 'EM..FOR *GOOD!*

MINUTES LATER, THE SUPER-POWERED X-MEN PREPARE FOR COMBAT...

SO THIS IS YOUR FELICITOUS SURPRISE, JEAN... YOU'VE REDESIGNED OUR COSTUMES!

I'M KINDA SORRY MY OWN RED BELT GETS ICED OVER!

I HOPED YOU'D LIKE THEM!

I WAS GETTING TIRED OF ALL THAT YELLOW IN THE OLD ONES...

I MUST ADMIT, THE RESULT IS A GRATIFYING INCREASE IN FREEDOM OF MOVEMENT!

THE ONLY THING IS, HOME ECONOMICS ISN'T EXACTLY MY STRONG POINT!

HEADS UP, EVERYONE... I HEAR THE PROFESSOR COMING!

THE NEXT SECOND, THE DOOR OPENS, REVEALING ...

I HAVE AN ANNOUNCEMENT TO MAKE! CYCLOPS HAS ASKED ME TO BE RELIEVED OF HIS COMMAND OF THE X-MEN!

XAVIER TOLD ME OF AN IMPENDING MUTANT MENACE ...AND HE KNOWS THAT THEY MAY NEED MY COMPOSITE POWERS!

THEREFORE, FOR THE PRESENT, HE'LL BE SUCCEEDED BY... CAL RANKIN!

PARDON ME, SIR... BUT YOU MUST BE JOKING!

AND, HE KNOWS THAT I'D NEVER TAKE ORDERS FROM ANY-BODY!

NO, BOBBY... THE MIMIC IS NOW DEPUTY LEADER OF THE X-MEN!

BUT, UNKNOWN EVEN TO THE MILDLY MALEVOLENT MIMIC, HE IS ABOUT TO RECEIVE ORDERS WHICH EVEN HE CANNOT RESIST ...

I HAVE SEEN ENOUGH! IN ALLOWING THE MIMIC TO GAIN ALL THEIR ABILITIES, THE X-MEN HAVE PLAYED INTO MY HANDS!

FOR, THIS DOLL SHALL GIVE ME COMPLETE DOMINATION OF THE MIMIC... NOW!

SOON, THEY SHALL FIND THAT THE PUPPET MASTER IS FAR MORE DANGEROUS THAN ANY MUTANT!

AND, EVEN AS THE SINISTER SCULPTOR SPEAKS...

FIRST, CAL, I THINK IT WOULD BE WISE IF YOU SPENT SOME TIME PRACTISING WITH---

UNNH... I.. DON'T KNOW! FEEL... STRANGE..

MIMIC... WHAT IS IT? WHAT'S WRONG?

SUDDENLY, I COULD SENSE SOME AWESOME FORCE TAKING CONTROL OF HIM... THE SAME FORCE WHICH ATTACKED ME YESTERDAY!

THEN...

OKAY, SKINHEAD... SO YOU WANT ME TO PRACTICE WITH YOUR KIDDIE QUARTET, HUH?

I'LL PRACTICE, ALRIGHT... WHILE I MOP UP THE FLOOR WITH 'EM!

AND, WHEN I'M THROUGH, YOU'LL KNOW THAT NOBODY, BUT NOBODY, CAN ORDER AROUND... THE MIMIC!

HE'S CHANGED.. BECOME EVEN MORE AGGRESSIVE THAN BEFORE!

THE X-MEN MUST STOP HIM... BUT, CAN THEY?

HOLD IT, MARVELITE... THIS IS WHERE WE (AND YOU) CAME IN! (WE'LL PAUSE BRIEFLY WHILE YOU FRANTIC FORGETFUL ONES RE-READ THE FIRST FOUR PAGES OF OUR AMORPHOUS EPIC... BUT DON'T TAKE TOO LONG, HEAR?

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OKAY, FAITHFUL ONE...NOW THAT YOU UNDERSTAND JUST *WHY* THE UNAFFABLE MR. RANKIN HAS BEEN TILTING WITH OUR MERRY MUTANTS, IT'S *PLOT TIME* AGAIN...

HE *DID* IT! HE DEFEATED THE FOUR X-MEN WHO OPPOSED HIM...AND EVEN *PROFESSOR X* IS HELPLESS TO STOP ONE WHO HAS HIS OWN *MENTAL PROWESS!*

NOW, I HAVE BUT TO LOCATE THE *FANTASTIC FOUR*---THEN, VENGEANCE SHALL BE *MINE!*

BUT, AS THE MIMIC--OBEYING A SILENT COMMAND FROM HIS UNSEEN MASTER--TURNS TO DEPART FROM THE SCHOOL, A *TELEPATHIC THOUGHT* RINGS OUT...

CAL...YOU ARE IN THE MENTAL GRIP OF *ANOTHER!* YOU MUST TRY TO USE MY POWERS TO *FIGHT BACK!*

HUH? ARE YOU OFF YOUR *ROCKER*, XAVIER? THE MIMIC IS *NOBODY'S* STOOGE!

I'M JUST GOIN' OUT FOR...FOR A BREATH'A *AIR!* SEE YA *AROUND!*

SOON, AS THE REVIVING X-MEN SEEK AN EXPLANATION FOR THEIR UNACCUSTOMED *FAILURE*...

CYCLOPS WAS *CORRECT*, EARLIER... YOU *WERE* SUB-CONSCIOUSLY HOLDING BACK...AT *MY ORDER!*

IT WAS NECESSARY THAT YOU SEEM TO BE *DEFEATED*...SO THAT HE WHO MENTALLY CONTROLS THE MIMIC WOULD CEASE MONITORING OUR EVERY ACTION...AND THEREFORE BE CAUGHT *OFF GUARD!*

THEN...YOU *KNOW* WHO WAS BEHIND RANKIN'S ATTACK?

YES, SCOTT! CALVIN IS UNDER THE PSYCHIC SWAY OF... THE *PUPPET MASTER!*

HUH? WHAT ROCK HAS *HE* BEEN HIDING UNDER ALL THIS TIME?

I DON'T KNOW, BOBBY...BUT, I *DO* KNOW WHERE HE IS *NOW!* I TRACED HIS *RADIOACTIVE BRAIN-WAVES* TO A LOCATION NOT FAR AWAY!

I'M CERTAIN HE'S PLANNING SOME ENORMOUS *CRIME*.. AND HE MUST BE *STOPPED*... *QUICKLY!*

AND SO, WITHIN BARE MINUTES...

REMEMBER, I'LL BE FOLLOWING YOUR EVERY MOVE FROM *HERE*, AS I ATTEMPT TO LOCATE *CAL RANKIN!*

WE'LL DO OUR BEST, PROFESSOR! IN OUR 'COPTER, WE SHOULD REACH THE PUPPET MASTER'S HIDEOUT IN *NO TIME!*

HOWEVER, UNKNOWN EVEN TO THE POTENT BRAIN OF *CHARLES XAVIER*, THE MIGHTY BUT MOORLESS MIMIC HAS SET UP A *MENTAL SCREEN* TO PREVENT HIS DETECTION...AND, AT THIS VERY MOMENT, OBSERVES THE DEPARTURE OF THE *X-MEN*---

GOT TO KEEP THEM IN *SIGHT*---SINCE I DON'T KNOW YET IF MY POWERS ARE *PERMANENT!* I SHOULD RETAIN ANGEL'S WINGS LONG ENOUGH TO *FOLLOW* THEM SOME DISTANCE!

IT'S NUTTY...I DON'T BEAR ANY *LOVE* FOR THOSE MUTANT MISFITS ...BUT, I'M STILL NOT SURE WHY I STARTED THAT *FIGHT* WITH THEM!

NOTE: THIS MIGHT BE AS GOOD A PLACE AS ANY TO POINT OUT THAT THE PREDATORY PUPPET MASTER IS *UNAWARE* OF THE SOMEWHAT STRINGENT LIMITATIONS ON THE MIMIC'S ABSORBING POWERS! --- *STICKLER STAN.*

MEANWHILE, YET *ANOTHER* UNEXPECTED ELEMENT ENTERS THE SUPER-CHARGED SCENE, AS...

I *BEG* OF YOU, WARREN... DON'T *GO!* I KNOW YOU DESIRE TO HELP THE OTHERS...

BUT, YOU'RE STILL NOT *RECOVERED!* AND, ANY *INJURY* AT THIS TIME...

I *UNDER-STAND*, SIR! STILL, I... *MUST* GO...

GOOD-BYE, PROFESSOR... I ONLY HOPE... I'M IN TIME TO *HELP* THEM!

STILL FEEL *WEAK*... DON'T KNOW IF I COULD FLY IF I *TRIED!* BUT, I'VE GOT TO DO *SOMETHING*...

LUCKILY, MY MUSTANG IS EQUIPPED WITH A DEVICE TO *FOLLOW* THE X-COPTER!

WE'VE OCCASIONALLY THOUGHT OF WARREN AS *FRIVOLOUS*... PERHAPS AN OVER-INDULGED *ONLY SON*...

YET, NOW I SEE THAT HE IS PERHAPS THE BRAVEST X-MAN OF *ALL!*

YET, EVEN AS THE ANGEL'S SPEEDING VEHICLE RACES THROUGH THE ENVELOPING NIGHT, THE OTHER X-MEN ARE ALREADY APPROACHING THEIR *GOAL*...

IT MUST BE AROUND HERE *SOME-WHERE!*

THERE... THAT HALF-HIDDEN *VIADUCT!* IT MUST BE AN OUTER DISGUISE FOR THE PUPPET MASTER'S *HQ! CAREFUL*, HANK...

YOUR ADMONITION IS DULY *NOTED!*

GOOD OLD SCOTTY! HE CAN'T GIVE UP BEING DEPUTY LEADER EVEN WHEN HE *TRIES!*

BUT, THE BEAST AND HIS COURAGEOUS COLLEAGUES ARE SOON TO HAVE MORE URGENT MATTERS TO CONSIDER THAN SCOTT SUMMERS' *MENTAL STATE*, FOR...

MY *ALARM!* THAT CAN ONLY MEAN... THE *X-MEN* HAVE DISCOVERED MY WHEREABOUTS!

KLAANG!

I WAS CARE-LESS NOT TO HAVE MONITORED THEIR *MOVEMENTS!* BUT, NO MATTER...

FOR, IN *FINDING* ME, THEY HAVE PREMATURELY SEALED THEIR OWN *DOOMS*...

THUS, AS I TURN OFF THE ALARM SYSTEM, I SHALL ACTIVATE A PUPPET I DEVISED AFTER MEETING THE *MAD THINKER!*

NOW, LET THE X-MEN COME FACE TO FACE WITH... THE *DEFENDER!*

AND, MOMENTS LATER, AMIDST THE WINDING *CORRI-DORS* OF THEIR FOE'S LABYRINTHINE LAIR...

OHH.. WHAT IN HEAVEN..?

SCOTT... *LOOK OUT!*

DON'T WORRY, JEAN... I *SEE* IT! IT'S SOME SORT OF INCREDIBLE *ANDROID!*

I DIDN'T *THINK* IT WAS *RINGO STARR!*

LET'S JUST SEE HOW THIS BABY LIKES AN *OPTIC BLAST!*

WHAT IN BLAZES..? IT'S *ABSORBING* MY EYE BEAMS---LIKE SOME KIND OF *SUPER-SPONGE!*

NOT ONLY *THAT*... BUT, IT'S HURLING THEM *BACK* AT US!

KEEP BACK, ALL OF YOU!

A MOST ADMIRABLE *SUGGESTION*, LAD!

FOOM!

YOU CAN SAY *THAT* AGAIN!

HOWEVER, FAINT HEART NEVER WON FAIR *BATTLE*, TO COIN A CLICHÉ-- RIGHT, ANDROID?

KTHOK!

HMM..NO RESPONSE! HE MUST CONCEIVE OF HIMSELF AS THE STRONG, *SILENT* TYPE!

PTHOING!

YIPE! AND HE'S RIGHT ON *BOTH* COUNTS!

I FEEL AS IF I JUST COLLIDED WITH A *CONCRETE TRAMPOLINE!*

WE'VE GOT TO GET *PAST* HIM... BEFORE THE PUPPET MASTER CAN *ESCAPE!*

BUT, HE'S BUILT SO SOLIDLY THAT MY TELEKINESIS CAN'T *BUDGE* HIM!

THIS SOLID SHEET OF *ICE* WOULD HELP... IF HE'D *MOVE!* BUT HE JUST STANDS THERE, BLOCKING OUR *PATH*...

SO, I'LL SEE WHAT I CAN DO WITH A MORE *DIRECT* APPROACH!

NO, BOBBY... *DON'T!*

WHAT'S WITH THE *PANIC BUTTON* BIT, CYKE? OL' FROGFACE HERE ISN'T GONNA GET THROUGH *THAT!*

THEN, ASTONISHINGLY...

LOOK! IT'S ASSIMILATING THE ICE INTO IT'S OWN BODY!

THAT'S JUST WHAT I FEARED MIGHT HAPPEN!

NOW YA TELL ME!

A MOMENT LATER...

IT DUPLICATES OUR POWERS...ALMOST LIKE THE MIMIC!

SPAAK!

AND, WE DARE NOT GET WITHIN REACH OF ITS HUGE ARMS!

SHEESH! NOW IT'S TOSSIN' ICEBALLS AT US!

MAYBE NOT...BUT, THERE'S MORE THAN ONE WAY TO SKIN A CAT...OR TOPPLE AN ANDROID!

ZAT!

AH...THAT SHOULD DISPOSE OF OUR FLAT-FOOTED FRIEND!

AND, AS THE UNSPEAKING DEFENDER PLUNGES FROM SIGHT...

LUCKILY, THERE WAS A CAVE BENEATH THE FLOOR...INTO WHICH OUR PLAY-MATE COULD FALL!

IF HE HAS THAT THING, WHY DOES PUPPET MASTER NEED THE MIMIC?

MY GUESS IS, THE ANDROID IS TOO UNMANEUVERABLE...

THE NEXT INSTANT...

AN ASTUTE DEDUCTION, CYCLOPS...THE LAST YOU SHALL EVER MAKE!

PUPPET MASTER!

NONE OTHER! AND, IF YOU'LL TURN AROUND, YOU'LL MEET ANOTHER OLD ACQUAINTANCE!

I LET YOU OFF EASY A WHILE AGO...BUT NOW, I'M GONNA FINISH THE JOB I STARTED!

CAL... WAIT!

SAVE YOUR BREATH, MARVEL GIRL! HE'S UNDER THE PUPPET MASTER'S COMPLETE CONTROL!

I CAN PROTECT MYSELF FROM HIS OPTIC BEAMS.. BUT WHAT OF THE OTHERS?

AND, HOW CAN HE STILL HAVE WARREN'S WINGS?

I HAVE WASTED ENOUGH TIME ON THESE FOOLS! MIMIC... DESTROY THEM!

MEANWHILE, THE REASON FOR CAL RANKIN'S RETAINED WINGS IS NOT FAR AWAY ...AS THE ONCE HIGH-FLYING ANGEL APPROACHES ON FOOT, HIS BODY ACHING WITH EACH PAIN-WRACKED STEP...

OUR 'COPTER'S NEARBY, SO THE REST OF THE X-MEN MUST HAVE GONE IN HERE! IF ONLY I DON'T PASS OUT..!

FOR, ONLY SECONDS AGO, I ALSO SAW THE MIMIC ENTER!

COULD IT BE THAT I'M... TOO LATE?

BUT, A SHORT DISTANCE AWAY, AN UNEXPECTED DEVELOPMENT HAS UPSET THE PUPPET MASTER'S *CALCULATIONS*, AS...

WHY DO YOU *DELAY*? DESTROY THEM--*AT ONCE!*

I...I *CAN'T*..!

DON'T WANT TO... *KILL* ANYONE! MUST FIGHT... *FIGHT BACK!*

BUT... HOW LONG CAN I.. *HOLD OUT?*

THE MIMIC'S *CONFUSED*.. BUT STILL HOLDING THE OTHERS *AT BAY!*

ANY SLIGHT *MOVEMENT* BY THEM... MIGHT BE ENOUGH TO MAKE HIM *BLAST AWAY!*

MIMIC.. I *ORDER* YOU TO DESTROY THEM! YOU MUST *OBEY* ME!

THAT *PUPPET*... IT MUST BE THE *SECRET* OF THAT MADMAN'S CONTROL OVER RANKIN!

AND SO, SUMMONING ALL OF THE FORTITUDE BORN OF LONG, ARDUOUS HOURS OF X-MEN *TRAINING*, WARREN WORTHINGTON *HURTLES FORWARD*...

I'M THEIR ONLY *CHANCE*! MUST SMASH THE DOLL-- *NOW!*

NO..KEEP *BACK*, YOU FOOL! *DON'T*..!

IT'S *ANGEL*... HE'S CRUMPLING THE *DOLL*..!

NEXT, EVEN AS THE LUNGING X-MAN COLLAPSES TO THE FLOOR...

I.. I FEEL AS IF I'M AWAKENING FROM A *DREAM*... A NIGHTMARE THAT ALMOST TURNED ME INTO A *MURDERER!*

AND, THE ONE WHO SAVED ME WAS... THE *ANGEL!*

LOOK! CAL SEEMS TO BE COMING TO *HIMSELF* AGAIN!

THEN, ALL IS *FORGOTTEN*... SAVE CONCERN FOR A YOUTH WHOSE DEED OF VALOR MAY HAVE COST HIM *DEARLY*...

WARRY BOY... ARE YOU *OKAY?*

YES, I'M *FINE*... *NOW*...

DON'T *SPEAK*, WARREN... YOU MUST *REST!*

BUT, HE'S GOING TO BE *ALRIGHT!* HE'S *GOT* TO!

UH-OH! I JUST *NOTICED*... THE ELUSIVE *PUPPET MASTER* HAS ESCAPED... AT LEAST FOR THE *MOMENT!*

BUT, WHAT'S WRONG WITH THE *MIMIC?* HE'S INNOCENT OF ANY WRONGDOING.. YET, HE ACTS LIKE A MAN *CONDEMNED!*

CONDEMNED? YES..YES, I *AM* CONDEMNED!

I'M SENTENCED FOREVER TO LIVE ONLY IN THE SHADOW OF OTHER MEN'S POWERS... OTHER MEN'S *ABILITIES!* NOTHING IS TRULY.. *MINE!*

IS THERE ANY TRUE HOME ON EARTH... IN THE *UNIVERSE*... FOR THE BEING THAT MEN CALL... THE *MIMIC??*

BUT, FOR THE MAGNIFICENT MIMIC AND HIS SUPER-POWERED GROUP, THERE IS TO BE LITTLE TIME FOR *INTROSPECTION!* FOR, NEXT ISH WILL BE HEARD...

"*THE WAIL OF THE BANSHEE!*"

DON'T MISS THIS TITANIC TALE OF ONE OF THE MOST MIND-SHATTERING *MUTANT MENACES* OF ALL!

MINUTEMEN

Blunt

Brian Azzarello